

*SETTLING DISTRIBUTORS' MOTION TO DISMISS  
CLAIMS FILED BY NON-PARTICIPATING NEW YORK  
SUBDIVISIONS AS BARRED BY STATUTE*

EXHIBIT C



STATE OF NEW YORK  
OFFICE OF THE ATTORNEY GENERAL

LETITIA JAMES  
ATTORNEY GENERAL

EXECUTIVE DIVISION

November 17, 2021

Via Electronic Mail and Overnight Courier

Michael T. Reynolds, Esq.  
Cravath, Swaine & Moore LLP  
825 8<sup>th</sup> Avenue  
New York, NY 10019

Salvatore C. Badala, Esq.  
Napoli Shkolnik PLLC  
400 Broadhollow Road  
Melville, NY 11747

Elaine Golin, Esq.  
Wachtell, Lipton, Rosen & Katz  
51 west 52<sup>nd</sup> Street  
New York, NY 10019

Jayne Conroy, Esq.  
Simmons Hanly Conroy LLC  
112 Madison Avenue  
7<sup>th</sup> Floor  
New York, NY 10016

Thomas J. Perrelli, Esq.  
Jenner & Block LLP  
1099 New York Avenue, NW  
Suite 900  
Washington, DC 20001-4412

**Re: Distributors New York Settlement Agreement**

Dear Counsel:

I am writing on behalf of the State of New York to provide notice of the State's compliance with certain provisions of the Distributors New York Settlement Agreement executed on July 20, 2021 ("Agreement") as of today, the *Initial Participation Date*.<sup>1</sup>

With respect to the *Incentive Payments*, the State has satisfied the eligibility requirements for *Incentive Payment A* under Section V.F.1 of the Agreement because: (i) pursuant to New York Mental Hygiene Law § 25.18(d), there is a *Bar* in full force and effect that enjoins all *Non-Litigating Subdivisions* from asserting any *Released Claims* against the *Released Entities* and extinguishes by operation of law all claims asserted by all *Litigating Subdivisions* against the *Released Entities* in any actions commenced after June 30, 2019 ("Barred Litigating

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<sup>1</sup> The definitions set forth in Section II of the Agreement apply to all italicized terms used in this letter.



STATE OF NEW YORK  
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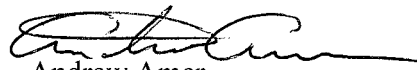
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Subdivisions”); and (ii) 100% of all *Litigating Subdivisions* with claims asserted against the *Released Entities* in actions commenced on or before June 30, 2019 have become *Initial Participating Subdivisions* by virtue of executing the required *Subdivision Settlement Participation Forms* (“Releasing Subdivisions”). The State has provided today copies of the executed forms to Rubris, and a list of all Releasing Subdivisions and Barred Litigating Subdivisions is attached for your reference.

With respect to Section III of the Agreement, the Attorney General has satisfied condition III.A by obtaining the authority to settle and release, to the maximum extent of the State’s power, all *Released Claims* of the entities set forth in Section X.E of the Agreement and has executed today a release of all *Claims for Covered Conduct*, a copy of which is attached.

Sincerely,



Andrew Amer  
Special Counsel

Encls.  
cc: Jennifer Levy, Esq.

Schedule to 11-17-21 Letter

**Releasing Subdivisions**

ALBANY CITY  
ALBANY COUNTY  
ALLEGANY COUNTY  
AMHERST TOWN  
AMSTERDAM CITY  
AUBURN CITY  
BROOME COUNTY  
BUFFALO CITY  
CATTARAUGUS COUNTY  
CAYUGA COUNTY  
CHAUTAUQUA COUNTY  
CHEEKTOWAGA TOWN  
CHEMUNG COUNTY  
CHENANGO COUNTY  
CLINTON COUNTY  
COLUMBIA COUNTY  
CORTLAND COUNTY  
DUTCHESS COUNTY  
ERIE COUNTY  
ESSEX COUNTY  
FRANKLIN COUNTY  
FULTON COUNTY  
GENESEE COUNTY  
GENEVA CITY  
GREENE COUNTY  
HAMILTON COUNTY  
HERKIMER COUNTY  
HERKIMER VILLAGE  
ITHACA CITY  
JEFFERSON COUNTY  
LACKAWANNA CITY  
LANCASTER TOWN  
LEWIS COUNTY  
LIVINGSTON COUNTY  
MADISON COUNTY  
MONROE COUNTY  
MONTGOMERY COUNTY

Schedule to 11-17-21 Letter

MOUNT VERNON CITY  
NASSAU COUNTY  
NEW YORK CITY  
NIAGARA COUNTY  
OGDENSBURG CITY  
ONEIDA COUNTY  
ONONDAGA COUNTY  
ONTARIO COUNTY  
ORANGE COUNTY  
ORLEANS COUNTY  
OSWEGO COUNTY  
OTSEGO COUNTY  
PLATTSBURGH CITY  
POUGHKEEPSIE CITY  
PUTNAM COUNTY  
RENSSELAER COUNTY  
ROCHESTER CITY  
  
ROCKLAND COUNTY  
ROME CITY  
SARATOGA COUNTY  
SARATOGA SPRINGS CITY  
SCHENECTADY CITY  
SCHENECTADY COUNTY  
SCHOHARIE COUNTY  
SCHUYLER COUNTY  
SENECA COUNTY  
ST LAWRENCE COUNTY  
STEUBEN COUNTY  
SUFFOLK COUNTY  
SULLIVAN COUNTY  
SYRACUSE CITY  
TIOGA COUNTY  
TOMPKINS COUNTY  
TONAWANDA TOWN  
TROY CITY  
ULSTER COUNTY  
UTICA  
WARREN COUNTY

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WASHINGTON COUNTY  
WESTCHESTER COUNTY  
WYOMING COUNTY  
YATES COUNTY  
YONKERS CITY

**Barred Litigating Subdivisions**

AMITYVILLE VILLAGE  
BABYLON TOWN  
BABYLON VILLAGE  
BELLPORT VILLAGE  
BROOKHAVEN TOWN  
CLARKSTOWN TOWN  
EAST HAMPTON TOWN  
EAST ROCKAWAY VILLAGE  
FARMINGDALE VILLAGE  
FLORAL PARK VILLAGE  
GARDEN CITY VILLAGE  
GREAT NECK VILLAGE  
GREENPORT VILLAGE  
HAVERSTRAW TOWN  
HEMPSTEAD TOWN  
HEMPSTEAD VILLAGE  
HUNTINGTON TOWN  
ISLAND PARK VILLAGE  
ISLANDIA VILLAGE  
ISLIP TOWN  
KINGSTON CITY  
LAKE GROVE VILLAGE  
LAWRENCE VILLAGE  
LINDENHURST VILLAGE  
LLOYD HARBOR VILLAGE  
LONG BEACH CITY  
LYNBROOK VILLAGE  
MASSAPEQUA PARK VILLAGE  
MILL NECK VILLAGE  
MILLERTON VILLAGE  
NEW HYDE PARK VILLAGE  
NISSEQUOGUE VILLAGE  
NORTH HEMPSTEAD TOWN

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NORTHPORT VILLAGE  
OLD WESTBURY VILLAGE  
ORANGETOWN TOWN  
OYSTER BAY TOWN  
PATCHOGUE VILLAGE  
POQUOTT VILLAGE  
PORT WASHINGTON NORTH VILLAGE  
POUGHKEEPSIE TOWN  
RAMAPO TOWN  
RIVERHEAD TOWN  
SALTAIRE VILLAGE  
SMITHTOWN TOWN  
SOUTHAMPTON TOWN  
SOUTHOLD TOWN  
STEWART MANOR VILLAGE  
STONY POINT TOWN  
SUFFERN VILLAGE  
VALLEY STREAM VILLAGE  
VILLAGE OF THE BRANCH VILLAGE  
WAPPINGER TOWN  
WAPPINGERS FALLS VILLAGE  
WEST HAMPTON DUNES VILLAGE  
WEST HAVERSTRAW VILLAGE  
WESTBURY VILLAGE

**Special Districts**

BELLMORE FIRE DISTRICT  
BOARD OF ED. OF ROCHESTER CITY SCHOOL DIST. (NY)  
CENTEREACH FIRE DISTRICT  
CENTERPORT FIRE DISTRICT  
ERIE COUNTY MEDICAL CENTER CORPORATION, ET AL.\*  
HAUPPAUGE FIRE DISTRICT  
HICKSVILLE WATER DISTRICT  
ISLIP TERRACE FIRE DISTRICT  
LEVITTOWN FIRE DISTRICT  
MELVILLE FIRE DISTRICT  
MERRICK LIBRARY (NY)  
MILLER PLACE FIRE DISTRICT  
MOUNT SINAI FIRE DISTRICT  
NASSAU UNIVERSITY MEDICAL CENTER\*  
NESCONSET FIRE DISTRICT

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NORTH MERRICK FIRE DISTRICT  
NORTH PATCHOGUE FIRE DISTRICT  
PLAINVIEW - OLD BETHPAGE PUBLIC LIBRARY (NY)  
PORT WASHINGTON WATER DISTRICT  
RIDGE FIRE DISTRICT  
ROCKVILLE CENTRE PUBLIC LIBRARY (NY)  
ROSALYN WATER DISTRICT  
SMITHTOWN FIRE DISTRICT  
SOUTH FARMINGDALE FIRE DISTRICT  
ST. JAMES FIRE DISTRICT  
STONY BROOK FIRE DISTRICT  
UNIONDALE FIRE DISTRICT  
WEST HEMPSTEAD PUBLIC LIBRARY

\*New York State is releasing these entities out of an abundance of caution, but by doing so the State is not intending to concede, and should not be construed as conceding, that these entities are "Special Districts" within the meaning of the definition of "Subdivision" under the Agreement.



**Release of Opioid-Related Claims Pursuant to the Distributors New York Settlement Agreement and New York Mental Hygiene Law Section 25.18(d)**

**WHEREAS** pursuant to the Distributors New York Settlement Agreement (the “Settlement”), the State of New York, Nassau and Suffolk Counties and each Participating Subdivision have released their Released Claims against McKesson Corporation, Cardinal Health, Inc., (together “the Distributors”) and the related Released Entities, as the terms “Participating Subdivisions,” “Released Claims” and “Released Entities” are defined in the Settlement; and

**WHEREAS** the Settlement provides in Section X.A that, as of the Effective Date of the Settlement, the Distributors and the related Released Entities will be released and forever discharged from all of the Releasers’ Released Claims, as the terms “Released Entities,” “Releasers” and “Released Claims” are defined in the Settlement; and

**WHEREAS** the Settlement provides in Section II.CCC that Releasers (as defined in the Settlement) who are releasing claims under Section X.A include “to the maximum extent of the power of the New York State’s Attorney General . . . to release Claims” . . . “New York State’s . . . departments, agencies, divisions, boards, commissions, Subdivisions, districts, instrumentalities of any kind . . . any public entities, public instrumentalities, public educational institutions, unincorporated districts, fire districts, irrigation districts and other Special Districts in New York State;” and

**WHEREAS** Section 25.18(d) of the Mental Hygiene Law provides the New York Attorney General with authority, through the release of opioid-related claims in a “statewide opioid settlement agreement” executed after June 1, 2021, to: (i) release the unfilled opioid-related claims of New York government entities like those identified in Section II.CCC against opioid distributors like the Distributors, and (ii) to release opioid-related claims filed by such New York government entities after June 30, 2019 against distributors like the Distributors; and

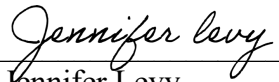
**WHEREAS** the Settlement constitutes a “statewide opioid settlement agreement” under Section 25.18(d) of the Mental Hygiene Law;

**THEREFORE**, pursuant to the foregoing provisions of the Settlement and the power and authority of the New York Attorney General, including under Section 25.18(d) of the Mental Hygiene Law, the Distributors and the other Released Entities are, as of the Effective Date, hereby released from any and all Released Claims of New York State, any of New York State’s past and present executive departments, state agencies, divisions, boards, commissions and instrumentalities with the regulatory authority to enforce state and federal controlled substances acts (including, without limitation, the New York State Department of Financial Services), any of New York State’s past and present executive departments, state agencies, divisions, boards, commissions and instrumentalities that have the authority to bring Claims related to Covered Conduct seeking money (including abatement and/or remediation) or revocation of a pharmaceutical distribution license, and any Participating Subdivision (collectively, Releasers),

as the terms “Participating Subdivisions,” “Released Claims,” “Released Entities,” and “Releasors” are defined in the Settlement. New York State (for itself and the Releasors), absolutely, unconditionally, and irrevocably covenants not to bring, file, or claim, or to cause, assist or permit to be brought, filed, or claimed, or to otherwise seek to establish liability for any Released Claims against any Released Entity in any forum whatsoever, as the terms “Released Claims,” “Released Entities,” and “Releasors” are defined in the Settlement.

Dated: New York, New York  
November 17, 2021

**LETITIA JAMES**  
**Attorney General of the State of New York**

By:   
Jennifer Levy

First Deputy Attorney General  
Office of the New York State Attorney General  
28 Liberty Street, 23rd Floor  
New York, NY 10006  
Tel: 212-416-8450  
Jennifer.Levy@ag.ny.gov